

The Snider Law Firm L.L.P.

3560 Delaware, Suite 308
Beaumont, TX 77706
Federal ID No.: 20-0490229

March 01, 2005

In Reference To: Barry & Barry Sand Co., Inc.; 01-10989

Professional Services

		<u>Hours</u>
10/29/2001	WDS telephone conference with attys regarding Barry & Barry Sand Co; receipt and review of affidavit; misc. work regarding bond application, etc.	1.80
10/30/2001	WDS misc. telephone conferences with Dykeman, Landry, Offeman, Lamb et al regarding bnk and trustee appointment; review bankruptcy schedules, etc. regarding conflicts, etc.	1.90
10/31/2001	WDS misc. file work regarding bond, affidavit of disinterested person, misc. telephone conferences with atty involved in bankruptcy estate, etc.	1.60
	WDS additional file review	1.90
11/1/2001	WDS office conference with Richard Berry	1.40
11/3/2001	WDS misc. file work regarding preparation for 11/5 meeting with Lou Anderson	1.70
11/5/2001	WDS conference with Lou Anderson and atty Yoes at Anderson office regarding Barry Sand operations, etc.	3.60
11/6/2001	WDS misc. telephone conferences with atty Lamb, etc	0.90
11/9/2001	WDS conference with Lou Anderson regarding visit at plant in Hardin County	2.10
	WDS conference with atty Landry on 11/8	0.60
11/16/2001	WDS misc. work regarding preparation of objection to Motion of Richard Barry to Lift Stay and proceed with state court suits, etc.	1.90
11/28/2001	WDS misc. work regarding bankruptcy and telephone conferences (this week and prior) with Conley Todd, Paul Parker, etc.	2.90
11/30/2001	WDS misc. telephone conferences with atty lamb et al (week of 11/26) and office conference with Lou et al regarding management, accounting, etc.	3.10
12/4/2001	WDS misc. work, etc regarding silicosis litigation and proof of claims, etc.	1.90
12/5/2001	WDS continued work, etc regarding silicosis litigation and proof of claims, etc.	4.50
12/6/2001	WDS conference with Ivan	0.90
12/10/2001	WDS misc. work regarding prepration for hearing on 12/11	1.30
12/11/2001	WDS bankruptcy court appearance	0.60
12/12/2001	WDS misc. work regarding bankruptcy; conference with Todd	1.50
12/13/2001	WDS misc. work regarding bankruptcy; conference with Landry	1.40
12/14/2001	WDS misc. work regarding bankruptcy; conference with CPA, etc.	2.10
12/17/2001	WDS misc. work regarding bankruptcy; conferences with Todd and CPA, etc.	3.90
12/18/2001	WDS misc. work regarding bankruptcy; insurance issues, etc.	2.90
12/20/2001	WDS conferences with Marc Henry, Kip Lamb, Conley, etc.	2.50
12/28/2001	WDS misc. work regarding workers compensation insurance; telephone conferences with John Vaughn regarding same; receipt and review of correspondence from Vaughn; correspondence to Lou Andersion, etc.	1.90
1/7/2002	WDS telephone conferences with Todd, Offeman, et al regarding bankruptcy estate, etc.	0.90

Exhibit
A

	<u>Hours</u>
12/20/2001 conferences with Marc Henry, Kip Lamb, Conley, etc.	2.50
12/28/2001 misc. work regarding workers compensation insurance; telephone conferences with John Vaughn regarding same; receipt and review of correspondence from Vaughn; correspondence to Lou Anderson, etc.	1.90
1/7/2002 telephone conferences with Todd, Offerman, et al regarding bankruptcy estate, etc.	0.90
1/10/2002 misc. conferences with Todd, CPA, etc; correspondence to Lou Anderson, etc.	0.90
1/15/2002 telephone conferences with Marc Henry, Gary Offerman, etc.	1.10
1/16/2002 office conference with Conley; telephone conferences with Gary, Marc, Kip regarding scheduled hearings regarding Pitts and Richard Barry and a motion to continue same, etc.	0.90
1/17/2002 misc. work and conferences, etc.	1.20
1/22/2002 telephone conference with Henry; misc. work regarding continuances of Richard Barry and Pitt Transport claims, etc.	1.20
1/23/2002 preparation of misc. motions to continue, etc. silicosis claims, etc.	2.90
1/24/2002 preparation and work regarding proof of claims, etc regarding silicosis claims	3.20
1/25/2002 additional work regarding proof of claims regarding silicosis cases	2.10
1/30/2002 misc. work regarding trustee matters	1.10
2/11/2002 telephone conference with atty Henry and atty Offerman regarding meeting with attys and clients, etc.	0.90
2/12/2002 misc. work regarding preparation for meeting with Richard and Ivan Barry	1.50
2/13/2002 meeting with Richard Barry and Ivan Barry and attys regarding suggestions for plan of reorganization for company, etc.	2.50
2/14/2002 meeting with John Vaughn (insurance agent) at sand company, etc.	1.50
2/15/2002 misc. work regarding applications to employ CPA Parker, atty Coker, and atty Baldo; misc. telephone conferences with Coker and Baldo, etc.	1.90
2/18/2002 additional work regarding preparation of applications to employ CPA Parker, atty Coker, and atty Baldo	1.50
preparation of status correspondence to US Trustee	1.30
2/20/2002 additional work regarding preparation of applications regarding employment of account and attys, etc.	1.10
2/25/2002 conference with Todd and accountant regarding monthly reports, etc.	1.50
2/26/2002 misc. work regarding proof of claims filed by Ivan Barry, etc.	1.10
2/28/2002 conference with Charlotte regarding operating statements; preparation of correspondence to bankruptcy clerk filing operating statements, etc.	1.20
3/1/2002 correspondence to court regarding operating statements; misc. work regarding Ivan Barry proof of claims, etc.	1.30
3/5/2002 misc. correspondence (2) to atty Marc Henry regarding Ivan Barry equipment and Pits Transport (new carrier to haul sand to Lufkin); misc. conferences with Conley regarding same, etc.	3.90
3/6/2002 conference with representatives of Soil Fertility	0.70
3/8/2002 misc. work regarding file and Ivan Barry proof of claims on file, etc.	1.90
correspondence to Ivan Barry regarding Soil Fertility and non removal of property from Barry & Barry Sand Company, etc.	0.40
3/9/2002 additional file work regarding Ivan Barry proof of claims, etc.	1.50
3/11/2002 correspondence to Texas Workforce Commission regarding Craig Anderson claim for unemployment benefits, etc.	0.80
telephone conference with Marc Henry regarding Ivan Barry equipment and proof of claims, etc.	0.40

	<u>Hours</u>
3/15/2002 office conference with Coker regarding proof of claims, preparation of motion for continuance regarding 3/28/02 hearings, etc.	1.50
3/19/2002 misc. work regarding filing motions for continuance (2) regarding 3/28 hearings; correspondence to bankruptcy court regarding motions for continuance; receipt and review of additional proof of claim (received 3/19 and filed with court on 3/19) filed by Ivan Barry regarding secured debt	0.90
3/20/2002 correspondence to Sam Baker at US Trustee office regarding insurance; fax correspondence to Sam Baker at US Trustee office regarding information regarding accounts payable of company, etc.	0.60
3/25/2002 misc. work regarding filing the february operating report; misc. telephone conferences with Coker, et al	0.80
3/27/2002 conference with Coker regarding 3/28/02 hearing/status	0.40
misc. work regarding preparation for 3/28/ bankruptcy status hearing, etc.	0.90
3/28/2002 court hearing in bankruptcy regarding statuls on hearings on proofs of claims by Richard and Ivan Barry, etc.	1.50
4/2/2002 receipt and review of order from bankruptcy court and misc. telephone conferences with Coker, etc.	0.60
4/5/2002 office conference with Coker regarding proof of claism, scheduling order, etc.	1.20
4/8/2002 misc. telephone conferences with Coker and representatives of Babin Machine Works; correspondence to Babin Machine Works, etc.	0.70
4/10/2002 telephone conference with Tx WorkForce Comm regarding Greg Anderson claim for unemp. benefits, etc.	0.90
4/15/2002 receipt and review of Bohica motion to lift stay, etc.	0.90
4/18/2002 conference with Coker	0.40
4/22/2002 correspondence to and from Coker regarding scheduling order, etc.	0.90
5/2/2002 misc. telephone conferences with Coker regarding pending Motions, etc.	0.80
5/4/2002 receipt and review of motion filed by trustee	0.70
5/6/2002 telephone conference with Coker regarding trustee motion	0.90
5/7/2002 telephone conference with Todd and conference with US mine safety inspector regarding inspection at premises, etc.	2.20
5/8/2002 misc. conferences with Todd regarding misc. matters	0.90
5/20/2002 misc. work and telephone conferences with Coker regarding resolutions of disputes regarding hearing scheduled for 5/21/02, etc.	2.90
5/21/2002 Court Appearance for Hearing on Mary 21	1.90
5/22/2002 misc. telephone conferences with Coker, Offerman, etc	0.90
5/23/2002 Prep & send corres to Lou Anderson re corres from Office of Atty General	0.30
misc. telephone conferences with Henry and Offerman	0.90
5/24/2002 conference with Coker et al at site	3.00
5/25/2002 misc. file work	1.60
5/29/2002 misc. work regarding loction of broker; correspondence to misc. attys who had requested interest in acquisition, etc.	1.10
6/3/2002 misc. work regarding obtaining business broker, etc.	1.20
6/13/2002 misc. work and conferences with various persons regarding business brokers, etc.	2.20
6/14/2002 misc. telephone conferences with individuals regarding broker, ie Procter, Parker, Hibernia bank, etc.	1.90
6/17/2002 telephone conferences with Hibernia Bank regarding broker; telephone conference with Coker; telephone conference with Bundy; receipt and review of misc. motions filed with court by Coker, etc.	2.50

	<u>Hours</u>
6/18/2002 Court Appearance on misc. matters, etc.	1.20
6/19/2002 office conference with Bundy regarding selling business, etc.	0.50
6/26/2002 conference with Bundy	0.60
6/29/2002 receipt and review of misc. and additional proof of claims filed by various silicosis claimants; receipt and review of misc. orders signed by Judge Parker; receipt and review of new silicosis litigation and correspondence to atty Baldo; misc. work regarding invoices of Baldo and Parker for payment for services rendered to estate (interim), etc.	2.20
7/1/2002 receipt and review of Stipulation regarding Pitts Transport; misc. telephone conferences with Coker regarding same	0.90
7/2/2002 receipt and review of misc. draft documents from Coker regarding Pitts Transport Stipulation, etc.	0.70
7/3/2002 receipt and review of additional POC regarding sand PI cases, etc.	0.60
7/8/2002 office conference with Coker regarding sale of business, misc matters, pending motions, etc.	2.50
7/9/2002 misc. file work and review	1.70
7/23/2002 receipt and review of additional POC regarding sand PI claims	0.70
8/5/2002 telephone conference with Coker	0.60
receipt and review of additional litigation regarding Barry and Barry (silicosis claims)	0.80
8/6/2002 misc. file work regarding preparation for 8/7 deposition of Ivan Barry and Richard Barry; telephone conferences with Coker, etc. reduction to Defendant (1.0)	1.80
8/7/2002 attend depositions of Richard and Ivan Barry at Coker office	10.00
8/8/2002 telephone conference with Coker regarding strategy regarding Richard and Ivan Barry proof of claims, secured proof of claims, stipulations, etc.	0.80
8/15/2002 office conference with Conley; Telephone conference with Coker regarding employee Findley, etc.	0.90
8/26/2002 conference with Charlotte regarding Entex motion to assume or reject its lease; receipt and review of motion filed by Enter	1.90
telephone conference with Coker regarding Entex	0.60
8/27/2002 telephone conference with Coker, Charlotte and misc. work regarding Entex motion to assume or reject executory contract to sell gas, etc; correspondence to Coker regarding preparation of response and objection to motion to assume or reject executory contract	1.60
9/11/2002 misc. work and review of proposed stipulation with Ivan Barry regarding personal property, etc.; misc. telephone conference with Baldo regarding sand litigation	0.90
9/12/2002 receipt and review of correspondence from Coker regarding Richard Barry claims, withdrawal, responses to discovery, etc.	0.70
9/17/2002 telephone conference with Coker regarding depositions, plan, disclosure statement, etc.	0.90
9/19/2002 conference with Coker regarding Plan and Disclosure Statement, etc.	1.20
misc. work regarding disclosure statement; work regarding history of the company, etc.	1.90
9/21/2002 review file and misc. work regarding disclosure statement, plan, etc.	3.90
9/23/2002 additional work regarding preparation of history of debtor for Coker for inclusion in Disclosure Statement, etc.	1.50
Draft History of Debtor; prep & send fax comm to atty for Debtor	0.80

Hours

9/26/2002	travel to Hardin County and search district court records regarding litigation involving the Barrys and Barry & Barry Sand Co (all on 9/25); telephone conferences with Coker regarding conversion of Debtor from Chapter Rule 11 Bankruptcy to Chapter 7 bankruptcy (on 9/25/02 and 9/26/02)	4.50
9/27/2002	receipt and review of misc correspondence from Coker and Notice filed by Coker to allow conversion to Chapter 7; misc. telephone conferences with Coker regarding conversion to Chapter 7; depositions of Lou Anderson and Jim Barry, etc.	1.90
9/28/2002	misc. file work regarding preparation for Jim Barry and Lou Anderson depositions scheduled for Monday September 29	1.50
9/30/2002	attend deposition of Jim Barry and Lou Anderson in offices of Gary Coker	7.00
11/18/2002	prepare for 341a hearing and conduct hearing	1.50
11/23/2002	receipt and review of correspondence from Entex regarding arrears; misc. work regarding same and fax to Coker; misc. telephone conferences with Bundy on 11/22 regarding brokering agreement regarding sale of Barry & Barry company, etc.	0.90
12/4/2002	telephone conference with Coker; prepare and file letter with clerk regarding a designation of chapter 7 asset bankruptcy, etc.	0.90
12/5/2002	Prep & send corres to Fed Dist Clerk re Notice Creditors	0.30
3/1/2003	office conference with Coker on 2/20	1.50
3/10/2003	receipt and review of correspondence from atty Patrick Kelly; telephone conference with atty Kelly, etc.	0.50
3/11/2003	telephone conference with Offerman	0.50
4/28/2003	office conference with Jack Mossberg on 4/25 regarding purchase of company, telephone conference with Coker regarding same, etc.	1.90
5/12/2003	attend docket call in hardin county regarding state court cases pending regarding Barry & Barry	1.70
5/16/2003	office conference with Coker regarding pending hearings regarding Bohica	0.90
5/19/2003	misc. work regarding requested Stipulation regarding Ivan Barry; misc. telephone conferences with Coker regarding same, etc.	0.90
5/29/2003	misc. telephone conferences with Coker et al regarding sale of business, etc.	0.90
5/30/2003	preparation of interim report	3.90
6/12/2003	misc. work regarding contracts to hopefully sell assets of Barry & Barry; misc. telephone conferences with atty Susan Vehacio regarding PPG Industries; preparation of correspondence to Atty Susan V.; file work regarding response to U.S. Trustee motion to set deadlines, etc.	1.90
8/4/2003	misc. telephone conferences conferences with Mossburg and atty Dunlap and Coker regarding contract to sell assets of Barry & Barry; misc. work regarding contract, etc.	2.90
8/5/2003	additional work and conferences with Coker and atty Dunlap regarding contract regarding sale of assets of company, etc.	11.00
8/8/2003	additional work regarding contract, etc. regarding Mossburg	1.10
8/19/2003	misc. work regarding contract and related documents with Mossburg transaction and misc. telephone conference with Dunlap, Mossburg atty, etc.	1.10
8/23/2003	misc. file work regarding motions to sell property, etc; prior office conference with Mossburg; misc. email correspondence to atty Dunlap, etc.	1.90
9/23/2003	misc. work and conferences regarding Consort claim and resolution, etc.	0.80
10/3/2003	receipt and review of response of Ivan Barry to Application To Sell Real Property, etc.	0.60

	<u>Hours</u>
10/6/2003 misc. file work regarding application to sell real estate, etc	1.50
10/20/2003 misc. work regarding Mossberg contract and sale of assets, etc.	0.90
10/31/2003 conferences with attys, etc regarding Mossberg contract, etc.	1.10
11/13/2003 misc. work regarding Mossberg contract and related matters, etc.	1.90
11/24/2003 office conference with Coker, etc.	0.80
misc. work regarding Mossberg contract, etc	1.10
12/3/2003 telephone conference with Coker; misc. work regarding contract with Mossburg, etc.	0.80
12/9/2003 court appearance for various hearings regarding authority to continue to do business, sale of assets, etc.	3.50
2/24/2004 misc. file work regarding new account and contract with Mossberg, etc.	1.90
3/25/2004 Court Appearance at bankruptcy court regarding approval of app to sell real and personal property, etc.	1.90
court appearance regarding hearing regarding approval and settlement of sale of real and personal property to Mossberg and misc. work regarding same, etc.	2.20
4/24/2004 misc. work week of 4/19 regarding Mossberg contract including conferences with Mossberg and Mossberg atty and Barry atty regarding easement, etc. to finalize settlement agreement, etc.	1.90
6/18/2004 work (weeks of 6/1 tho present) regarding finalizing settlement agreement including telephone conferences with attys, Mossberg; office conference with James Barry and Mossberg regarding execution, etc.	3.90
7/13/2004 work regarding closing of sale to Mossburg (7/12 and 7/13), etc	5.70
7/14/2004 closing of real and personal property at Bmt Title; prior preparation of deed, etc.	4.40
11/13/2004 file work regarding fee application; prior telephone conference with Coker and prior work regarding fee application for CPA and atty, etc.	4.90
2/26/2005 prior work regarding application for professionals hired including Coker, Parker, Baldo; office conference with Coker on 2/25/05; miscellaneous work regarding application for compensation as trustee and reimbursement of expenses	8.50
2/28/2005 estimated hours to finalize Estate	15.00
For professional services rendered	288.10

**Walter D. Snider
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Legal Experience:

- Partner - The Snider Law Firm, L.L.P.
- 30+ years of general law practice with emphasis on general business, real estate, and commercial litigation (state & federal courts)
- Board certified by the Texas Board of Legal Specialization in Residential Real Estate Law
- Conducted seminars on property law for Texas Society of CPA's
- Taught business law and related courses, Lamar University
- "AV" Martindale Hubbell rating

Education:

- B.A. - Baylor University - 1964
- J.D. - Baylor University School of Law - 1966

Professional Organizations:

- State Bar of Texas
- Jefferson County Bar Association
- American Bar Association
- Texas Association of Bank Counsel
- American College of Mortgage Attorneys
- Texas Association of Real Estate Attorneys
- College of the State Bar of Texas

Mediation:

- Completed A.A. White Dispute Resolution Institute
- Began mediation as part of practice at request of attorneys involved in miscellaneous types of business litigation
- Types of cases mediated not only include business and real estate, but also will contests, DTPA, personal injury, products liability, etc.
- Fees for mediation primarily on flat rate basis, but consideration given to other arrangements upon request

References:

- Names of attorneys for whom I have mediated cases will be provided upon request

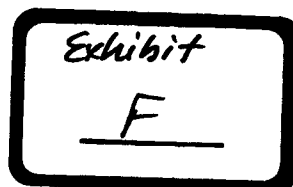
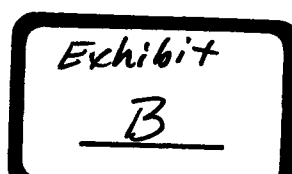


EXHIBIT "B"

OFFICE PERSONNEL	\$14,630.00
(12-01-01 through 7-14-04) @ \$11.00 per hour	
x 10 hours per week	
HARDIN COUNTY CLERK - Copies	33.00
KINKO'S - Copies (Map)	11.55
POSTAGE	248.50
LONG DISTANCE CHARGES	1,280.00
FAX CHARGES	1,495.00
COPY COSTS	1,110.00
DEDICATED TELEPHONE LINES (\$17.50 per month)	<u>560.00</u>
TOTAL	<u>\$19,368.05</u>



EXPLANATION OF OFFICE PERSONNEL

Barry & Barry Sand Company, Inc. did not maintain an office per se. The Court Appointed Trustee used his office personnel, phone, fax for Debtor's business. Debtor thereby did not have to purchase or rent phones, fax machines, or copier. Debtor did not have to hire office personnel. The Trustee's office personnel learned the debtor's product so they would know which orders to take and which to turn down (Debtor did not sell dirt as an example). Any where from 12 to 20 calls were received in a day. Sand orders were then faxed to Merlin Stark, who was on site at the sand pit to fill the order. Some days, office personnel spent more than 2 hours regarding debtor business. Very seldom did the office personnel spend less than 2 hours per day. The trustee and his office personnel can easily verify 2 hours per day.

Exhibit
B-1